

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC. <i>et al.</i>,	:	Case No. 08-35653-KRH
	:	
Debtors.	:	Jointly Administered
	:	
	:	Objection Deadline: December 3, 2008 at 4:00 p.m.
	:	Hearing Date: December 5, 2008 at 10:00 a.m.

**SIMON PROPERTY GROUP, INC.'S LIMITED OBJECTION TO MOTION OF
DEBTOR FOR ORDER UNDER BANKRUPTCY CODE SECTION 365(d)(4)
EXTENDING THE TIME WITHIN WHICH DEBTORS MAY ASSUME OR REJECT
UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY**

SIMON PROPERTY GROUP, INC. and its related entities, as Landlord (collectively herein, "Simon"), by its undersigned counsel, (i) files this Limited Objection to Motion Of Debtor For Order Under Bankruptcy Code Section 365(D)(4) Extending The Time Within Which Debtors May Assume Or Reject Unexpired Leases Of Nonresidential Real Property (the "Extension Motion") filed by the above captioned debtor (the "Debtor"); In support, Simon respectfully states:

1. On November 10, 2008, (the "Petition Date"), the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

2. On November 20, 2008, the Debtors filed a Motion with this Court requesting an extension of time through June 8, 2009 in which to assume or reject their unexpired leases of non-residential real property.

3. Landlord is Lessor a under 22 of the leases of non-residential property with the Debtor at the locations listed in Exhibits "A" – "C" of the Extension Motion, under which the Debtor is obligated to pay basic rent plus, and in certain circumstances, additional rentals for common area maintenance, real estate taxes, and sundry other enumerated expenses with said payment being due on or before the first day of each month. Debtor is currently in default of the aforementioned obligations as detailed in Exhibit "1" attached hereto.

4. Paragraph 29 of the Extension Motion states, in part, that “Debtors intend to remain current on all of their postpetition rent obligations arising from and after the Petition Date for those Leases covered by the extension sought by this Motion.” (*emphasis added*). As of the date of this Limited Objection, Debtor has not paid its postpetition obligations for the Simon leases, which includes the stub rent for November and December rental obligations.

5. Simon does not object to an extension beyond the 120 day period so long as Debtor is current with its payment of all postpetition rent including stub rent for November.

6. Except to the extent inconsistent with the positions taken in this Objection, Simon joins in any landlord objection not otherwise contained in the aforementioned.

WHEREFORE, Simon respectfully requests that the Court enter an Order denying Debtors extension of time to assume or reject it’s lease beyond March 10, 2009 unless Debtor is current with all its postpetition rental obligations arising from the Petition Date, or has reached an agreement with Simon for payment of the same, and for all other relief the court deems just and proper.

Dated: December 3, 2008

Respectfully Submitted,

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Circuit City Stores
Chapter 11 Bankruptcy Filing 11/10/2008

SIMON™

Project #	Property	Rentable SF	Pre-petition	Post-petition as of 12/3/08
5202	Arundel Marketplace	33,165	\$ 63,447.20	\$ 80,375.37
313	Bloomington Court	50,000	\$ 18,791.24	\$ 54,679.55
4698	Clay Terrace	34,548	\$ -	\$ 87,762.09
5234	Concord Mills Circuit City	35,807	\$ 15,425.49	\$ 87,411.13
1101	Fairfax Court	30,185	\$ -	\$ 99,027.75
1308	Firewheel Town Center	36,259	\$ 103,029.99	\$ 86,383.40
8678	Great Lakes Plaza	41,599	\$ (29,229.78)	\$ 93,434.40
5216	Gurnee Mills	40,752	\$ 18,272.24	\$ 13,542.72
1704	Independence Center	134,714	\$ -	\$ -
8808	Indian River Mall	0	\$ -	\$ -
1731	Irving Mall	32,745	\$ 16,646.41	\$ 133,995.66
5217	Katy Mills	26,952	\$ (18,641.03)	\$ 105,000.50
907	Knoxville Commons	34,080	\$ 7,668.00	\$ -
7706	Lincoln Plaza	39,048	\$ 15,942.12	\$ 90,338.70
4852	Mall of Georgia	0	\$ 6,581.55	\$ 37,295.45
9133	Melbourne Square	35,538	\$ 16,791.75	\$ 95,153.23
4838	South Shore Plaza	44,795	\$ 20,273.08	\$ 173,347.83
5233	St. Louis Mills	35,183	\$ 15,252.44	\$ 86,430.53
3911	Teal Plaza	23,990	\$ 7,014.53	\$ 39,749.03
4747	The Shops at Arbor Walk	30,050	\$ 13,146.88	\$ 74,498.96
3635	The Source	45,608	\$ 37,005.94	\$ 209,700.30
1511	Valle Vista Mall	26,700	\$ 8,472.63	\$ 48,011.55
		811,718	\$ 335,890.68	\$ 1,696,138.15

Exhibit "1"

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing was sent on the 3rd day of December, 2008, via regular United States Mail, postage prepaid, facsimile, and/or ECF Noticing to the parties listed on the annexed Service List.

By: /s/ Ronald M. Tucker
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